

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

2005 MAY 31 P 4: 05

U.S. DISTRICT COURT
NORFOLK, VIRGINIA

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF STEVEN M. BANTA IN SUPPORT OF
GTE SW's and VERIZON NW'S MOTIONS TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Steven M. Banta, declare as follows:

1. I am President of GTE Southwest Inc. d/b/a Verizon Southwest ("GTE SW") and have held that position since June, 2000. I am also President of Verizon Northwest Inc. ("Verizon NW") and have held that position since February, 2004.

2. I submit this declaration in support of the Motions of GTE SW and Verizon NW to Dismiss for Lack of Personal Jurisdiction in the above-captioned litigation.

GTE SW and Verizon NW Provide Local Telecommunications Services Pursuant to Federal and State Regulations

3. GTE SW is a local telephone company that provides local, exchange access, intrastate toll telephone services, and limited interstate toll services only to customers within portions of Texas. Verizon NW is a local telephone company that provides local, exchange access, intrastate toll telephone services, and limited interstate toll services only to customers within portions of Washington, Oregon & Idaho.

4. GTE SW and Verizon NW are regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the above states. GTE SW and Verizon NW provide services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. GTE SW and Verizon NW provide the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, and (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. GTE SW and Verizon NW also provide Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the FCC. GTE SW and Verizon NW do not provide any DSL equipment directly to end users. GTE SW and Verizon NW act as local voice and data signal transfer points for DSL services in the above states. GTE SW and Verizon NW provide DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

GTE SW and Verizon NW Are Separate And Legally Distinct Entity From Other Verizon Entities

7. Both GTE SW and Verizon NW are wholly owned subsidiaries of GTE Corporation, which is 95.24% owned by Verizon Communications Inc. ("VCI") and 4.74% owned by NYNEX Corporation. NYNEX Corporation is a wholly owned subsidiary of VCI.

8. GTE SW is incorporated in Delaware, and is qualified to do business only in Arkansas, Colorado, Delaware, New Mexico, Oklahoma, Texas, Utah & Wyoming. Verizon

NW is incorporated in Washington, and is qualified to do business only in Idaho, Oregon & Washington. Neither GTE SW nor Verizon NW are qualified to do business in Virginia.

9. GTE SW and Verizon NW each have their own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. GTE SW and Verizon NW are both capitalized independent of VCI and the other defendants in this litigation. GTE SW and Verizon NW both own assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for GTE SW or Verizon NW. GTE SW and Verizon NW issue their own long-term debt, and do not obtain any short-term funding from any of the other defendants in this litigation.

11. The books and records of GTE SW and Verizon are each kept independent of VCI or the other defendants in this litigation (as well as each other). GTE SW and Verizon NW each also also make financial and regulatory filings separate from those of VCI or the defendants in this litigation (and each other).

GTE SW and Verizon NW Have No Contacts With Virginia

12. Neither GTE SW nor Verizon NW provide any DSL services in Virginia.

13. Neither GTE SW nor Verizon NW provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Neither GTE SW nor Verizon NW have any offices in Virginia, neither owns real estate in Virginia, neither manufactures goods in Virginia, neither offers any products or services in Virginia, and neither owns or operate any switches or landlines in Virginia.

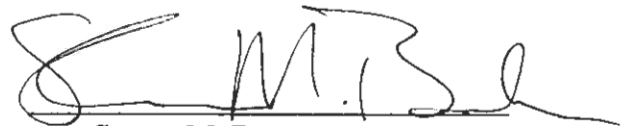
15. Neither GTE SW nor Verizon NW have any assets in Virginia.
16. Neither GTE SW nor Verizon NW direct its activities towards residents of Virginia.
17. Neither GTE SW nor Verizon NW have employees in Virginia.
18. Neither GTE SW nor Verizon NW have a registered agent for service of process in Virginia.
19. Neither GTE SW nor Verizon NW pay taxes in Virginia.
20. It is not possible to purchase from GTE SW or Verizon NW services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By GTE SW or Verizon NW

21. The www.verizon.com website is not owned or operated by either GTE SW or Verizon NW.
22. GTE SW nor Verizon NW rely on the www.verizon.com website only to communicate with their customers and potential customers within their own operating territory.
23. Neither GTE SW nor Verizon NW sells or derives any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 27 May, 2005.


Steven M. Banta

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

2005 MAY 31 P 4:05

U.S. DISTRICT COURT
NORFOLK, VIRGINIA

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF ALAN OSHIMA IN SUPPORT OF
VERIZON HAWAII INC.'S (NOW KNOWN AS HAWAIIAN TELCOM, INC.)
MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION**

I, ALAN M. OSHIMA, declare as follows:

1. I am Senior Vice President and General Counsel of Verizon Hawaii Inc., now known as Hawaiian Telcom, Inc. ("Hawaiian Telcom") and have held that position since May 2, 2005. I am neither an officer, director nor an employee of any other defendant in this litigation.

2. I submit this declaration in support of Hawaiian Telcom's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Hawaiian Telcom Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Hawaiian Telcom is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within the state of Hawaii.

4. Hawaiian Telcom is regulated by the Federal Communications Commission ("FCC") as well as the Public Utilities Commission for the state of Hawaii ("HI PUC").

Hawaiian Telcom provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the HI PUC.

5. Hawaiian Telcom provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services. None of these services involve operations or business outside of the state of Hawaii.

6. Hawaiian Telcom also provides Digital Subscriber Line ("DSL") services within, and only within, the state of Hawaii. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Hawaiian Telcom does not provide any DSL equipment directly to end users. Hawaiian Telcom acts as a local voice and data signal transfer point for DSL services in the above states. Hawaiian Telcom provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Hawaiian Telcom Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Hawaiian Telcom is not affiliated with any Verizon or GTE corporation. Hawaiian Telcom has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Hawaiian Telcom. Hawaiian Telcom operates as a separate corporate entity that is legally distinct from Verizon Communications Inc. ("VCI") or the other defendants in this litigation.

8. Hawaiian Telcom is incorporated in Hawaii, and is qualified to do business only in the state of Hawaii. Hawaiian Telcom is not qualified to do business in Virginia.

9. Hawaiian Telcom has its own separate group of officers and directors, and none of those officers and directors are officers or directors of any other defendant.

10. Hawaiian Telcom is capitalized independent of VCI and the other defendants in this litigation. Hawaiian Telcom owns assets independent of VCI, and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Hawaiian Telcom. Hawaiian Telcom has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Hawaiian Telcom keeps its own books and records independent of Verizon Communications Inc. or the other defendants in this litigation. It also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Hawaiian Telcom Has No Contacts With Virginia

12. Hawaiian Telcom does not provide any DSL services in Virginia.

13. Hawaiian Telcom does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Hawaiian Telcom does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Hawaiian Telcom does not have any assets in Virginia.

16. Hawaiian Telcom does not direct its activities towards residents of Virginia.

17. Hawaiian Telcom does not have employees in Virginia.

18. Hawaiian Telcom does not have a registered agent for the service of process in Virginia.

19. Hawaiian Telcom does not pay taxes in Virginia.

20. It is not possible to purchase from Hawaiian Telcom services that would be provided within Virginia.

2005 MAY 31 P 4: 06

U.S. DISTRICT COURT
NORFOLK, VIRGINIA

The Website www.verizon.com Is Not Owned Or Operated By Hawaiian Telcom

21. The www.verizon.com website is not owned or operated by Hawaiian Telcom.

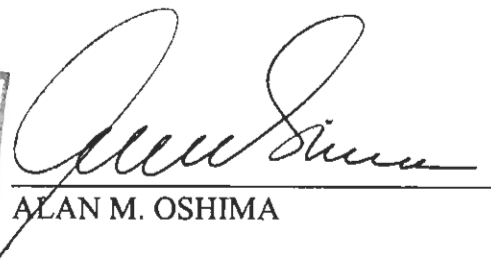
22. Hawaiian Telcom relies on its own website, not the www.verizon.com website, to communicate with its customers and potential customers within its own operating territory.

23. Hawaiian Telcom does not sell or derive any revenue from the sale of products (e.g., cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 27 May, 2005.




ALAN M. OSHIMA

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

2005 DEC 31 P 4:06

US DISTRICT COURT
NORFOLK, VIRGINIA

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF DONNA C. CUPELO IN SUPPORT OF
VERIZON NEW ENGLAND INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Donna C. Cupelo, declare as follows:

1. I am Region President of Verizon Massachusetts/RI and officer of Verizon New England Inc. ("Verizon NE") and have held that position since November, 2000.
2. I submit this declaration in support of Verizon NE's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon NE Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon NE is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of Maine, Massachusetts, New Hampshire, Rhode Island, and Vermont.
4. Verizon NE is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the above states. Verizon NE provides services in

accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. Verizon NE provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. Verizon NE also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Verizon NE does not provide any DSL equipment directly to end users. Verizon NE acts as a local voice and data signal transfer point for DSL services in the above states. Verizon NE provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon NE Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon NE is a wholly owned subsidiary of NYNEX Corporation, which is a wholly owned subsidiary of Verizon Communications Inc. ("VCI"). Verizon NE has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon NE. Verizon NE operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon NE is incorporated in the State of New York, and is qualified to do business only in Maine, Massachusetts, New Hampshire, Rhode Island, and Vermont. Verizon NE is not qualified to do business in Virginia.

9. Verizon NE has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon NE is capitalized independent of VCI and the other defendants in this litigation. Verizon NE owns assets independent of VCI and the defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon NE. Verizon NE issues its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon NE's books and records are kept independent of VCI or the other defendants in this litigation. Verizon NE also makes financial and regulatory filings separate from those of VCI or the defendants in this litigation.

Verizon NE Has No Contacts With Virginia

12. Verizon NE does not provide any DSL services in Virginia.

13. Verizon NE does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon NE does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon NE does not have any assets in Virginia.

16. Verizon NE does not direct its activities towards residents of Virginia.

17. Verizon NE does not have employees in Virginia.

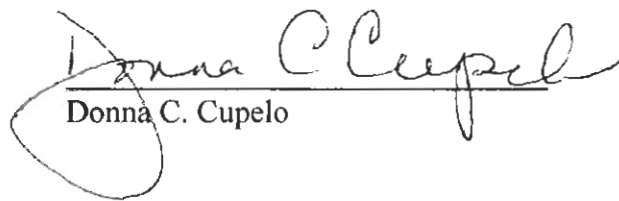
18. Verizon NE does not have a registered agent for service of process in Virginia.

19. Verizon NE does not pay taxes in Virginia

20. It is not possible to purchase from Verizon NE services that would be provided within Virginia.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 21 May, 2005.


Donna C. Cupelo

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation.

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF NARASIMHAN SURINDER IN SUPPORT OF
CONTEL OF THE SOUTH INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Narasimhan Surinder, declare as follows:

1. I am Vice President – Great Lakes Operation, for Contel of the South Inc., d/b/a Verizon Mid-States(“Contel of the South”) and have held that position since September, 2003.
2. I submit this declaration in support of Contel of the South’s Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Contel of the South Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Contel of the South is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of Indiana and Michigan.
4. Contel of the South is regulated by the Federal Communications Commission (“FCC”) as well as various state regulatory agencies for the above states. Contel of the South

provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. Contel of the South provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. Contel of the South also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Contel of the South does not provide any DSL equipment directly to end users. Contel of the South acts as a local voice and data signal transfer point for DSL services in the above states. Contel of the South provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Contel of the South Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Contel of the South is a wholly owned subsidiary of GTE Corporation, which is 95.24% owned by Verizon Communications Inc. ("VCI") and 4.74% owned by NYNEX Corporation. NYNEX Corporation is a wholly owned subsidiary of VCI. Contel of the South has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Contel of the South. Contel of the South operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Contel of the South is incorporated in Georgia, and is qualified to do business only in Alabama, Georgia, Indiana & Michigan. Contel of the South is not qualified to do business in Virginia.

9. Contel of the South has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Contel of the South is capitalized independent of VCI and the other defendants in this litigation. Contel of the South owns assets independent of VCI, and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Contel of the South. Contel of the South has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Contel of the South's books and records are kept independent of Verizon Communications Inc. or the defendants in this litigation. Contel of the South also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Contel of the South Has No Contacts With Virginia

12. Contel of the South does not provide any DSL services in Virginia.

13. Contel of the South does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Contel of the South does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Contel of the South does not have any assets in Virginia.
16. Contel of the South does not direct its activities towards residents of Virginia.
17. Contel of the South does not have employees in Virginia.
18. Contel of the South does not have a registered agent for the service of process in Virginia.
19. Contel of the South does not pay taxes in Virginia.
20. It is not possible to purchase from Contel of the South services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Contel of the South

21. The www.verizon.com website is not owned or operated by Contel of the South.
22. Contel of the South relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.
23. Contel of the South does not sell or derive any revenue from the sale of products (e.g., cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on ____ May, 2005.



Narasimhan Surinder

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF TIMOTHY J. MCCALLION IN SUPPORT OF
VERIZON CA'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Timothy J. McCallion, declare as follows:

1. I am President of Verizon California Inc. ("Verizon CA") and have held that position since September 2000.
2. I submit this declaration in support of the Verizon CA's Motion to Dismiss for Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon CA Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon CA is a local telephone company that provides local, exchange access, intrastate toll telephone services, and limited interstate toll services only to customers within portions of California, Arizona and Nevada.
4. Verizon CA is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the above states. Verizon CA provides services in

accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. Verizon CA provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, and (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. Verizon CA also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the FCC. Verizon CA acts as local voice and data signal transfer points for DSL services in the above states. Verizon CA provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon CA Is Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon CA is a wholly owned subsidiary of GTE Corporation, which is 95.24% owned by Verizon Communications Inc. ("VCI") and 4.74% owned by NYNEX Corporation. NYNEX Corporation is a wholly owned subsidiary of VCI.

8. Verizon CA is incorporated in California, and is registered to do business only in Arizona, California and Nevada.

9. Verizon CA has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon CA is capitalized independent of VCI and the other defendants in this litigation. Verizon CA owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon CA. Verizon CA has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon CA's books and records are kept independent of VCI or the other defendants in this litigation. Verizon CA also makes financial and regulatory filings separate from those of VCI or the defendants in this litigation.

Verizon CA Has No Contacts With Virginia

12. Verizon CA does not provide any DSL services in Virginia.

13. Verizon CA does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon CA does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon CA does not have any assets in Virginia.

16. Verizon CA does not direct its activities towards residents of Virginia.

17. Verizon CA does not have employees in Virginia.

18. Verizon CA does not have a registered agent for service of process in Virginia.

19. Verizon CA does not pay taxes in Virginia.


20. It is not possible to purchase from Verizon CA services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon CA

21. The www.verizon.com website is not owned or operated by Verizon CA.
22. Verizon CA relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.
23. Verizon CA does not sell or derive any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 27 May, 2005.



Timothy J. McCallion

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF TIMOTHY J. MCCALLION IN SUPPORT OF
VERIZON WC'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Timothy J. McCallion, declare as follows:

1. I am a Vice President of Verizon West Coast Inc. ("Verizon WC") and have held that position since May, 2002.

2. I submit this declaration in support of the Verizon WC's Motion to Dismiss for Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon WC Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon WC is a local telephone company that provides local, exchange access, intrastate toll telephone services, and limited interstate toll services only to customers within portions of California.

4. Verizon WC is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the above state. Verizon WC provides services in

accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. Verizon WC provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, and (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. Verizon WC does not provide any Digital Subscriber Line ("DSL") services.

Verizon WC Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon WC is a wholly owned subsidiary of Verizon Northwest Inc., which is a wholly owned subsidiary of GTE Corporation. GTE Corporation is 95.24% owned by Verizon Communications Inc. ("VCI") and 4.74% owned by NYNEX Corporation. NYNEX Corporation is a wholly owned subsidiary of VCI.

8. Verizon WC is incorporated in California, and is registered to do business only in California.

9. Verizon WC has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon WC is capitalized independent of VCI and the other defendants in this litigation. Verizon WC owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon WC. Verizon WC has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon WC's books and records are kept independent of VCI or the other defendants in this litigation. Verizon WC also makes financial and regulatory filings separate from those of VCI or the defendants in this litigation.

Verizon WC Has No Contacts With Virginia

12. Verizon WC does not provide any DSL services in Virginia.

13. Verizon WC does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon WC does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon WC does not have any assets in Virginia.

16. Verizon WC does not direct its activities towards residents of Virginia.

17. Verizon WC does not have employees in Virginia.

18. Verizon WC does not have a registered agent for service of process in Virginia.

19. Verizon WC does not pay taxes in Virginia.

20. It is not possible to purchase from Verizon WC services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon WC

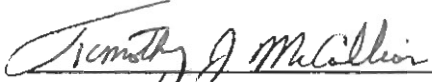
21. The www.verizon.com website is not owned or operated by Verizon WC.

22. Verizon WC relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.

23. Verizon WC does not sell or derive any revenue from the sale of products (e.g., cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 27 May, 2005.



Timothy J. McCallion

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF H. STANLEY CAVENDISH IN SUPPORT OF
VERIZON WEST VIRGINIA INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, H. Stanley Cavendish, declare as follows:

1. I am President of Verizon West Virginia Inc. ("Verizon WV") and have held that position since November 23, 2003. I am neither an officer, director nor an employee of any other defendant in this litigation.

2. I submit this declaration in support of Verizon WV's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon WV Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon WV is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of the State of West Virginia.

4. Verizon WV is regulated by the Federal Communications Commission ("FCC") as well as the Public Service Commission of West Virginia. Verizon WV provides services in

accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the Public Service Commission of West Virginia.

5. Verizon WV provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services. None of these services involve operations or business outside of the State of West Virginia.

6. Verizon WV also provides Digital Subscriber Line (“DSL”) services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission (“FCC”). Verizon WV does not provide any DSL equipment directly to end users. Verizon WV acts as a local voice and data signal transfer point for DSL services in the State of West Virginia. Verizon WV provides DSL services in these states irrespective of the particular Internet Service Provider (“ISP”) pursuant to FCC tariffs.

Verizon WV Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon WV is a wholly owned subsidiary of Verizon Communications Inc. (“VCI”). Verizon WV has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon WV. Verizon WV operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon WV is incorporated in the State of West Virginia, and is qualified to do business only in that State. Verizon WV is not qualified to do business in Virginia.

9. Verizon WV has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon WV is capitalized independent of VCI and the other defendants in this litigation. Verizon WV owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon WV. Verizon WV has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon WV keeps its own books and records independent of VCI or the defendants in this litigation. It also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Verizon WV Has No Contacts With Virginia

12. Verizon WV does not provide any DSL services in Virginia.

13. Verizon WV does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon WV does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon WV does not have any assets in Virginia.

16. Verizon WV does not direct its activities towards residents of Virginia.

17. Verizon WV does not have employees in Virginia.

18. Verizon WV does not have a registered agent for the service of process in Virginia.

19. Verizon WV does not pay taxes in Virginia.

20. It is not possible to purchase from Verizon WV services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon WV

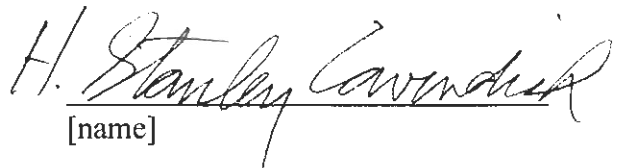
21. The www.verizon.com website is not owned or operated by Verizon WV.

22. Verizon WV relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.

23. Verizon WV does not sell or derive any revenue from the sale of products (e.g., cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on the 27th day of May, 2005.


[name]

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

DECLARATION OF BRUCE D. COHEN IN SUPPORT OF
VERIZON NEW JERSEY INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION

I, Bruce D. Cohen, declare as follows:

1. I am Vice President, General Counsel and Corporate Secretary of Verizon New Jersey Inc. ("Verizon NJ") and have held that position since June 1, 2001.
2. I submit this declaration in support of Verizon NJ's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon NJ Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon NJ is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of New Jersey.
4. Verizon NJ is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the state of New Jersey. Verizon NJ provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the New Jersey Board of Public Utilities.

5. Verizon New Jersey provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services, and (4) limited interstate interexchange service for certain New Jersey customers through a judicially created interstate corridor to the New York City and Philadelphia areas. None of these services involves operations or business outside of New Jersey.

6. Verizon NJ also provides Digital Subscriber Line (“DSL”) services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission (“FCC”). Verizon NJ does not provide any DSL equipment directly to end users. Verizon NJ acts as a local voice and data signal transfer point for DSL services in the above states. Verizon NJ provides DSL services in these states irrespective of the particular Internet Service Provider (“ISP”) pursuant to FCC tariffs.

Verizon NJ Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon NJ is a wholly owned subsidiary of Verizon Communications Inc. (“VCI”). Verizon NJ has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon NJ. Verizon NJ operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon NJ is incorporated in New Jersey and is qualified to do business only in New Jersey. Verizon NJ is not qualified to do business in Virginia.

9. Verizon NJ has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon NJ is capitalized independent of VCI and the other defendants in this litigation. Verizon NJ owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon NJ. Verizon NJ has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon NJ's books and records are kept independent of VCI or the defendants in this litigation. Verizon NJ also makes financial and regulatory filings separate from those of VCI or the defendants in this litigation.

Verizon NJ Has No Contacts With Virginia

12. Verizon NJ does not provide any DSL services in Virginia.

13. Verizon NJ does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon NJ does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon NJ does not have any assets in Virginia.

16. Verizon NJ does not direct its activities towards residents of Virginia.

17. Verizon NJ does not have employees in Virginia.

18. Verizon NJ does not have a registered agent for the service of process in Virginia.

19. Verizon NJ does not pay taxes in Virginia.

20. It is not possible to purchase from Verizon NJ services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon NJ

21. The www.verizon.com website is not owned or operated by Verizon NJ.

22. Verizon NJ relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.

23. Verizon NJ does not sell or derive any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 21 May, 2005.


Bruce D. Cohen

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

DECLARATION OF JAMES V. O'ROURKE IN SUPPORT OF
VERIZON PENNSYLVANIA INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION

I, James V. O'Rourke, declare as follows:

1. I am President of Verizon Pennsylvania Inc. ("Verizon PA") and have held that position since 2003.
2. I submit this declaration in support of Verizon PA's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon PA Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon PA is a local telephone company that provides local, exchange access, and intrastate toll telephone services to customers within the Commonwealth of Pennsylvania.
4. Verizon PA is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the Commonwealth of Pennsylvania. Verizon PA provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. In providing local, exchange access, and intrastate toll telephone services, Verizon Pennsylvania does not conduct operations or business outside of Pennsylvania.

6. Verizon PA also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Verizon PA does not provide any DSL equipment directly to end users. Verizon PA acts as a local voice and data signal transfer point for DSL services in the above states. Verizon PA provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon PA Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon PA is a wholly owned subsidiary of Verizon Communications Inc. ("VCI"). Verizon PA has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon PA. Verizon PA operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon PA is incorporated in Pennsylvania, and is qualified to do business only in Pennsylvania. Verizon PA is not qualified to do business in Virginia.

9. Verizon PA has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon PA is capitalized independent of VCI and the other defendants in this litigation. Verizon PA owns assets independent of VCI and the other defendants in this

litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon PA. Verizon PA has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon PA's books and records are kept independent of VCI or the other defendants in this litigation. Verizon PA also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Verizon PA Has No Contacts With Virginia

12. Verizon PA does not provide any DSL services in Virginia.

13. Verizon PA does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon PA does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon PA does not have any assets in Virginia.

16. Verizon PA does not direct its activities towards residents of Virginia.

17. Verizon PA does not have employees in Virginia.

18. Verizon PA does not have a registered agent for the service of process in Virginia.

19. Verizon PA does not pay taxes in Virginia.

20. It is not possible to purchase from Verizon PA services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon PA

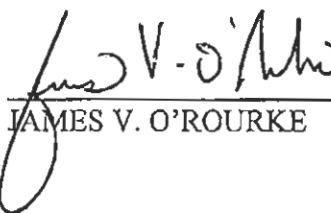
21. The www.verizon.com website is not owned or operated by Verizon PA.

22. Verizon PA relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.

23. Verizon PA does not sell or derive any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 31 May, 2005.



JAMES V. O'ROURKE

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF WILLIAM R. ALLAN IN SUPPORT OF
VERIZON DELAWARE INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, William R. Allan, declare as follows:

1. I am State President of Verizon Delaware Inc. ("Verizon DE") and have held that position since March 14, 2005. I am neither an officer, director nor an employee of any other defendant in this litigation.

2. I submit this declaration in support of Verizon DE's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon DE Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon DE is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of Delaware.

4. Verizon DE is regulated by the Federal Communications Commission ("FCC") as well as various the Delaware Public Service Commission (the "DE PSC"). Verizon DE provides

services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the DE PSC.

5. In providing local, exchange access, and intrastate toll telephone services, Verizon Delaware does not conduct operations or business outside of Delaware.

6. Verizon DE also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of Delaware. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Verizon DE does not provide any DSL equipment directly to end users. Verizon DE acts as a local voice and data signal transfer point for DSL services in Delaware. Verizon DE provides DSL services in Delaware irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon DE Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon DE is a wholly owned subsidiary of VCI. Verizon DE has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon DE. Verizon DE operates as a separate corporate entity that is legally distinct from Verizon Communications Inc. ("VCI") or the other defendants in this litigation.

8. Verizon DE is incorporated in Delaware, and is qualified to do business only in Delaware. Verizon DE is not qualified to do business in Virginia.

9. Verizon DE has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon DE is capitalized independent of VCI and the other defendants in this litigation. Verizon DE owns assets independent of VCI. and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon DE. Verizon DE has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon DE keeps its own books and records independent of Verizon Communications Inc. or the defendants in this litigation. It also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Verizon DE Has No Contacts With Virginia

12. Verizon DE does not provide any DSL services in Virginia.

13. Verizon DE does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon DE does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon DE does not have any assets in Virginia.

16. Verizon DE does not direct its activities towards residents of Virginia.

17. Verizon DE does not have employees in Virginia.

18. Verizon DE does not have a registered agent for the service of process in Virginia.

19. Verizon DE does not pay taxes in Virginia.

20. It is not possible to purchase from Verizon DE services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon DE

21. The www.verizon.com website is not owned or operated by Verizon DE.

22. Verizon DE relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.

23. Verizon DE does not sell or derive any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 27 May, 2005.

A handwritten signature in dark ink, appearing to read 'William R. Allan', is written over a horizontal line.

William R. Allan

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF PAUL A. CROTTY IN SUPPORT OF
VERIZON NEW YORK INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Paul A. Crotty, declare as follows:

1. I am Group Vice President New York/Connecticut of Verizon New York Inc. ("Verizon NY") and have held that position since November, 1997.
2. I submit this declaration in support of Verizon NY's Motion to Dismiss for Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon NY Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon NY is a local telephone company that provides local, exchange access, intrastate toll telephone services, and limited interstate toll services only to customers within portions of New York and Connecticut.
4. Verizon NY is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the above states. Verizon NY provides services in

accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. Verizon NY provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services, and (4) limited interstate toll services involving calls placed from a limited area of New York to a limited area of New Jersey, and calls between limited areas of Connecticut and New York. None of these services involve operations or business outside of the states listed above.

6. Verizon NY also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the FCC. Verizon NY does not provide any DSL equipment directly to end users. Verizon NY acts as a local voice and data signal transfer point for DSL services in the above states. Verizon NY provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon NY Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon NY is a wholly owned subsidiary of NYNEX Corporation, which is a wholly owned subsidiary of Verizon Communications Inc. ("VCI"). Verizon NY has no ownership interest in any of the other defendants in this litigation, and no defendant in this litigation has any ownership interest in Verizon NY. Verizon NY operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon NY is incorporated in New York, and is qualified to do business only in New York and Connecticut. Verizon NY is not qualified to do business in Virginia.

9. Verizon NY has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon NY is capitalized independent of VCI and the other defendants in this litigation. Verizon NY owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon NY. Verizon NY issues its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon NY's books and records are kept independent of VCI or the other defendants in this litigation. Verizon NY also makes financial and regulatory filings separate from those of VCI or the defendants in this litigation.

Verizon NY Has No Contacts With Virginia

12. Verizon NY does not provide any DSL services in Virginia.

13. Verizon NY does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon NY does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon NY does not have any assets in Virginia.

16. Verizon NY does not direct its activities towards residents of Virginia.

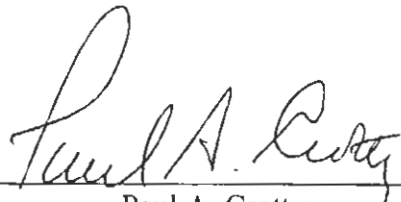
17. Verizon NY does not have employees in Virginia.
18. Verizon NY does not have a registered agent for service of process in Virginia.
19. Verizon NY does not pay taxes in Virginia.
20. It is not possible to purchase from Verizon NY services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon NY

21. The www.verizon.com website is not owned or operated by Verizon NY
22. Verizon NY relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.
23. Verizon NY does not sell or derive any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 31st May, 2005.


Paul A. Crotty

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF J. HENRY AMBROSE IN SUPPORT OF
VERIZON DC'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, J. Henry Ambrose, declare as follows:

1. I am Assistant Secretary of Verizon Washington, DC Inc. ("Verizon DC"), a position I have held since March, 2004.
2. I submit this declaration in support of Verizon DC's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon DC Provides Local Telecommunications Services Pursuant to Federal and State Laws and Regulations

3. Verizon DC is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within the District of Columbia.
4. Verizon DC is regulated by the Federal Communications Commission ("FCC") as well as the Public Service Commission of the District of Columbia ("Commission"). Verizon DC provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the Commission.

5. Verizon DC provides the telecommunications services to its retail and wholesale customers, including local telephone services, intrastate toll service, and exchange access services. Verizon DC provides these services to customers located in the District of Columbia.

6. Verizon DC also provides Digital Subscriber Line (“DSL”) services within, and only within, the District of Columbia. DSL services are provided pursuant to published tariffs on file with the FCC. Verizon DC does not provide DSL equipment directly to end users. Verizon DC acts as a local voice and data signal transfer point for DSL services in the District of Columbia. Verizon DC does not restrict DSL services in the District of Columbia to any particular Internet Service Provider.

Verizon DC Is A Separate Entity, Legally Distinct From Other Verizon Entities

7. Verizon DC is a wholly owned subsidiary of Verizon Communications Inc. (“VCI”). Verizon DC has no ownership interest in any of the other defendants in this litigation, and no defendant in this litigation has any ownership interest in Verizon DC. Verizon DC operates as a separate corporate entity that is legally distinct from Verizon Communications Inc. or the defendants in this litigation.

8. Verizon DC is incorporated under the laws of the State of New York, and is qualified to do business only in New York, Washington, D.C., and Maryland. Verizon DC is not qualified to do business in Virginia.

9. Verizon DC has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon DC is capitalized independent of VCI and the other defendants in this litigation. Verizon DC owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon DC.

11. Verizon DC's books and records are kept independent of Verizon Communications Inc. or the defendants in this litigation. It also makes financial and regulatory filings separate from those of Verizon Communications Inc. or the defendants in this litigation.

Verizon DC Has No Contacts With Virginia

12. Verizon DC does not provide DSL services in Virginia.

13. Verizon DC does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon DC does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon DC does not have any assets in Virginia.

16. Verizon DC does not direct its activities towards residents of Virginia.

17. Verizon DC does not have employees in Virginia.

18. Verizon DC does not have a registered agent for service of process in Virginia.

19. Verizon DC does not pay taxes in Virginia.


20. It is not possible to purchase from Verizon DC services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon DC

21. The www.verizon.com website is not owned or operated by Verizon DC.
22. Verizon DC relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.
23. Verizon DC does not sell or derive any revenue from the sale of products (*e.g.*, cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that, to the best of my knowledge, the foregoing is true and correct.

Executed on 31 May, 2005.


J Henry Ambrose

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF GALE Y. GIVEN IN SUPPORT OF
VERIZON NORTH INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Gale Y. Given, declare as follows:

1. I am President of Verizon North Inc. ("Verizon North") and have held that position since November 2003.
2. I submit this declaration in support of Verizon North's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon North Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon North is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of Wisconsin, Illinois, Michigan, Indiana, Ohio & Pennsylvania.
4. Verizon North is regulated by the Federal Communications Commission ("FCC") as well as various state regulatory agencies for the above states. Verizon North provides services

in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and these state agencies.

5. Verizon North provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. Verizon North also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Verizon North does not provide any DSL equipment directly to end users. Verizon North acts as a local voice and data signal transfer point for DSL services in the above states. Verizon North provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon North Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon North is a wholly owned subsidiary of GTE Corporation, which is 95.24% owned by Verizon Communications Inc. ("VCI") and 4.74% owned by NYNEX Corporation. NYNEX Corporation is a wholly owned subsidiary of VCI. Verizon North has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon North. Verizon North operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon North is incorporated in Wisconsin, and is qualified to do business only in Alabama, Illinois, Indiana, Michigan, Missouri, Ohio, Pennsylvania, Texas & Wisconsin. Verizon North is not qualified to do business in Virginia.

9. Verizon North has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon North is capitalized independent of VCI and the other defendants in this litigation. Verizon North owns assets independent of VCI, and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon North. Verizon North has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon North keeps its own books and records independent of Verizon Communications Inc. or the defendants in this litigation. It also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Verizon North Has No Contacts With Virginia

12. Verizon North does not provide any DSL services in Virginia.

13. Verizon North does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon North does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon North does not have any assets in Virginia.

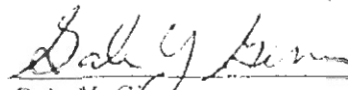
16. Verizon North does not direct its activities towards residents of Virginia.
17. Verizon North does not have employees in Virginia.
18. Verizon North does not have a registered agent for the service of process in Virginia.
19. Verizon North does not pay taxes in Virginia.
20. It is not possible to purchase from Verizon North services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon North

21. The www.verizon.com website is not owned or operated by Verizon North
22. Verizon North relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.
23. Verizon North does not sell or derive any revenue from the sale of products (e.g., cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 31 May, 2005.


Gale Y. Given

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF ALAN F. CIAMPORCERO IN SUPPORT OF
VERIZON FLORIDA INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, Alan F. Ciamporcero, declare as follows:

1. I am President of Verizon Florida Inc. ("Verizon Florida") and have held that position since January 2003.
2. I submit this declaration in support of Verizon Florida's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon Florida Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon Florida is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within portions of Florida.
4. Verizon Florida is regulated by the Federal Communications Commission ("FCC") as well as various Florida state regulatory agencies. Verizon Florida provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the Florida Public Service Commission.

5. Verizon Florida provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, and (3) exchange access services. None of these services involve operations or business outside of the states listed above.

6. Verizon Florida also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the Federal Communications Commission ("FCC"). Verizon Florida does not provide any DSL equipment directly to end users. Verizon Florida acts as a local voice and data signal transfer point for DSL services in the above states. Verizon Florida provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon Florida Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon Florida is a wholly owned subsidiary of GTE Corporation, which is 95.24% owned by Verizon Communications Inc. ("VCI") and 4.74% owned by NYNEX Corporation. NYNEX Corporation is a wholly owned subsidiary of VCI. Verizon Florida has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon Florida. Verizon Florida operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon Florida is incorporated in Florida, and is qualified to do business only in Florida. Verizon Florida is not qualified to do business in Virginia.

9. Florida has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon Florida is capitalized independent of VCI and the other defendants in this litigation. Verizon Florida owns assets independent of VCI and the other defendants in this litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon Florida. Verizon Florida has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon Florida's books and records are kept independent of VCI's or the other defendants in this litigation. Verizon Florida also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Verizon Florida Has No Contacts With Virginia

12. Verizon Florida does not provide any DSL services in Virginia.

13. Verizon Florida does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon Florida does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon Florida does not have any assets in Virginia.

16. Verizon Florida does not direct its activities towards residents of Virginia.

17. Verizon Florida does not have employees in Virginia.


18. Verizon Florida does not have a registered agent for the service of process in Virginia.
19. Verizon Florida does not pay taxes in Virginia.
20. It is not possible to purchase from Verizon Florida services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon Florida

21. The www.verizon.com website is not owned or operated by Verizon Florida.
22. Verizon Florida relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.
23. Verizon Florida does not sell or derive any revenue from the sale of products (e.g., cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 31 May, 2005.


Alan F. Ciamporcero

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Norfolk Division**

Inline Connection Corporation,

Plaintiff,

v.

Verizon Internet Services, Inc., et al.,

Defendants.

Civil Action No. 2:05CV205
(HCM)

**DECLARATION OF WILLIAM R. ROBERTS IN SUPPORT OF
VERIZON MARYLAND INC.'S MOTION TO DISMISS
FOR LACK OF PERSONAL JURISDICTION**

I, William R. Roberts , declare as follows:

I am President of Verizon Maryland Inc. ("Verizon MD") and have held that position since July, 2000.

2. I submit this declaration in support of Verizon MD's Motion to Dismiss For Lack of Personal Jurisdiction in the above-captioned litigation.

Verizon MD Provides Local Telecommunications Services Pursuant to Federal and State Regulations

3. Verizon MD is a local telephone company that provides local, exchange access, and intrastate toll telephone services only to customers within virtually all of Maryland.

4. Verizon MD is regulated by the Federal Communications Commission ("FCC") as well as the Public Service Commission of Maryland. Verizon MD provides services in accordance with rates, terms, and conditions set forth in tariffs filed with the FCC and the state public service commission.

5. Verizon MD provides the following principal types of telecommunications services to its retail and wholesale customers: (1) local telephone services, (2) intrastate toll service, and (3) exchange access services.

6. Verizon MD also provides Digital Subscriber Line ("DSL") services within, and only within, certain portions of the above described territory. DSL services are provided pursuant to and solely in accordance with published tariffs on file with the FCC. Verizon MD does not provide any DSL equipment directly to end users. Verizon MD acts as a local voice and data signal transfer point for DSL services in the above states. Verizon MD provides DSL services in these states irrespective of the particular Internet Service Provider ("ISP") pursuant to FCC tariffs.

Verizon MD Is A Separate And Legally Distinct Entity From Other Verizon Entities

7. Verizon MD is a wholly owned subsidiary of Verizon Communications Inc. ("VCI"). Verizon MD has no ownership interest in any of the other defendants in this litigation, and no other defendant in this litigation has any ownership interest in Verizon MD. Verizon MD operates as a separate corporate entity that is legally distinct from VCI or the other defendants in this litigation.

8. Verizon MD is incorporated in Maryland, and is qualified to do business only in Maryland. Verizon MD is not qualified to do business in Virginia.

9. Verizon MD has its own separate group of officers and directors, although some of its officers may also be officers of, and some of its directors may also be directors of, one or more of the other defendants.

10. Verizon MD is capitalized independent of VCI and the other defendants in this litigation. Verizon MD owns assets independent of VCI, and the other defendants in this

litigation. Neither VCI nor any of the other defendants in this litigation provide financing for Verizon MD. Verizon MD has issued its own long-term debt, and does not obtain any short-term funding from any of the other defendants in this litigation.

11. Verizon MD's books and records are kept independent of VCI or the other defendants in this litigation. Verizon MD also makes financial and regulatory filings separate from those of VCI or the other defendants in this litigation.

Verizon MD Has No Contacts With Virginia

12. Verizon MD does not provide any DSL services in Virginia.

3. Verizon MD does not provide telecommunications services of any type, tariffed or untariffed, in Virginia.

14. Verizon MD does not have any offices in Virginia, does not own real estate in Virginia, does not manufacture goods in Virginia, does not offer any products or services in Virginia, and does not own or operate any switches or landlines in Virginia.

15. Verizon MD does not have any assets in Virginia.

16. Verizon MD does not direct its activities towards residents of Virginia.

17. Verizon MD does not have employees in Virginia.

18. Verizon MD does not have a registered agent for the service of process in Virginia.

19. Verizon MD does not pay taxes in Virginia.

It is not possible to purchase from Verizon MD services that would be provided within Virginia.

The Website www.verizon.com Is Not Owned Or Operated By Verizon MD

The www.verizon.com website is not owned or operated by Verizon MD.

22. Verizon MD relies on the www.verizon.com website only to communicate with its customers and potential customers within its own operating territory.

23. Verizon MD does not sell or derive any revenue from the sale of products (*e.g.* cordless telephones, caller ID boxes, answering machines) on the www.verizon.com website.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 31, 2005.


WILLIAM R. ROBERTS